

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

FTX TRADING LTD., *et al.*,¹

Debtors.

Chapter 11

Case No. 22-11068 (JTD)

(Jointly Administered)

Obj. Deadline: August 16, 2023 at 4:00 p.m. ET

**FOURTH MONTHLY FEE STATEMENT OF ERNST & YOUNG LLP AS
TAX SERVICES PROVIDER TO THE DEBTORS AND DEBTORS-IN-POSSESSION
FOR COMPENSATION FOR PROFESSIONAL SERVICES RENDERED AND
REIMBURSEMENT OF EXPENSES INCURRED FOR THE PERIOD
FROM MARCH 1, 2023 THROUGH AND INCLUDING MARCH 31, 2023**

Name of Applicant	Ernst & Young LLP
Authorized to Provide Professional Services to:	the Debtors and Debtors-in-Possession
Date of Retention:	January 17, 2023 <i>nunc pro tunc</i> to November 28, 2022
Period for which compensation and reimbursement is sought:	March 1, 2023 through March 31, 2023
Amount of Compensation sought as actual, reasonable and necessary:	\$1,596,707.00
80% of Compensation sought as actual, reasonable and necessary:	\$1,277,365.60
Amount of Expense Reimbursement sought as actual, reasonable, and necessary:	\$26,108.75

This is a(n) ☒ monthly ____ interim ____ final application. No prior application has been filed with respect to this Fee Period.

¹ The last four digits of FTX Trading Ltd.'s and Alameda Research LLC's tax identification number are 3288 and 4063 respectively. Due to the large number of debtor entities in these Chapter 11 Cases, a complete list of the Debtors and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors' claims and noticing agent at <https://cases.ra.kroll.com/FTX>. The principal place of business of Debtor Emergent Fidelity Technologies Ltd is Unit 3B, Bryson's Commercial Complex, Friars Hill Road, St. John's, Antigua and Barbuda.

SUMMARY OF BILLING BY PROFESSIONAL
MARCH 1, 2023 THROUGH AND INCLUDING MARCH 31, 2023

Name	Type	Rank	Hours	Hourly Rate	Total Individual Fees
Lowery,Kristie L	Billable	National Partner/Principal	28.4	\$990.00	\$28,116.00
Lowery,Kristie L	Travel ¹	National Partner/Principal	12.0	\$495.00	\$5,940.00
McComber,Donna	Billable	National Partner/Principal	27.3	\$990.00	\$27,027.00
Rumford,Neil	Billable	National Partner/Principal	7.0	\$990.00	\$6,930.00
Simpson,Kirsten	Billable	National Partner/Principal	2.2	\$990.00	\$2,178.00
Stevens,Matthew Aaron	Billable	National Partner/Principal	4.0	\$990.00	\$3,960.00
Bailey,Doug	Billable	Partner/Principal	84.8	\$825.00	\$69,960.00
Bierma,Christa	Billable	Partner/Principal	0.5	\$825.00	\$412.50
Cavusoglu,Coskun	Billable	Partner/Principal	19.1	\$825.00	\$15,757.50
Erdem,Ersin	Billable	Partner/Principal	2.2	\$825.00	\$1,815.00
Farrar,Anne	Billable	Partner/Principal	8.4	\$825.00	\$6,930.00
Ferris,Tara	Billable	Partner/Principal	20.0	\$825.00	\$16,500.00
Gupta,Pulkit	Billable	Partner/Principal	5.6	\$650.00	\$3,640.00
Harvey,Elizabeth R.	Billable	Partner/Principal	0.4	\$825.00	\$330.00
Hutchison,Keiran	Billable	Partner/Principal	32.2	\$850.00	\$27,370.00
Knoeller,Thomas J.	Billable	Partner/Principal	17.5	\$825.00	\$14,437.50
LaGarde,Stephen	Billable	Partner/Principal	0.7	\$825.00	\$577.50
Leston,Juan	Billable	Partner/Principal	6.1	\$825.00	\$5,032.50
Liassides,Petros	Billable	Partner/Principal	3.4	\$825.00	\$2,805.00
Lovelace,Lauren	Billable	Partner/Principal	23.1	\$825.00	\$19,057.50
O'Brien,Mike	Billable	Partner/Principal	0.9	\$825.00	\$742.50
Richards,Briana A.	Billable	Partner/Principal	23.9	\$1,150.00	\$27,485.00
Sandow,Jörg	Billable	Partner/Principal	0.5	\$825.00	\$412.50
Sethi,Navin	Billable	Partner/Principal	2.0	\$825.00	\$1,650.00
Shea JR,Thomas M	Billable	Partner/Principal	105.3	\$825.00	\$86,872.50
Shea JR,Thomas M	Travel ¹	Partner/Principal	22.0	\$412.50	\$9,075.00
Toi,Sarah Massey	Billable	Partner/Principal	1.0	\$825.00	\$825.00
Weiler,Sam P	Billable	Partner/Principal	3.6	\$825.00	\$2,970.00
Bost,Anne	Billable	Managing Director	31.6	\$775.00	\$24,490.00
Bost,Anne	Travel ¹	Managing Director	14.0	\$387.50	\$5,425.00
Cadisch,Michael	Billable	Managing Director	2.8	\$775.00	\$2,170.00
Carlson,Tim	Billable	Managing Director	0.6	\$775.00	\$465.00
DeVincenzo,Jennie	Billable	Managing Director	37.6	\$775.00	\$29,140.00
Dilorio,John	Billable	Managing Director	2.1	\$775.00	\$1,627.50
Dubroff,Andy	Billable	Managing Director	2.7	\$775.00	\$2,092.50
Dudrear,David	Billable	Managing Director	1.0	\$775.00	\$775.00
Flagg,Nancy A.	Billable	Managing Director	8.2	\$775.00	\$6,355.00
Fultz,Richard Donald	Billable	Managing Director	1.1	\$775.00	\$852.50
Koch,Markus	Billable	Managing Director	3.2	\$775.00	\$2,480.00

Name	Type	Rank	Hours	Hourly Rate	Total Individual Fees
Kooiker,Darcy	Billable	Managing Director	0.2	\$775.00	\$155.00
Nolan,Bill	Billable	Managing Director	0.8	\$775.00	\$620.00
Soderman,Kathy	Billable	Managing Director	6.8	\$775.00	\$5,270.00
Tosaki,Ryuta	Billable	Managing Director	1.0	\$775.00	\$775.00
Adegun,Adeyemi	Billable	Senior Manager	2.0	\$650.00	\$1,300.00
Amacker,Ariane	Billable	Senior Manager	2.0	\$650.00	\$1,300.00
Benjamin,Uri	Billable	Senior Manager	5.0	\$650.00	\$3,250.00
Berman,Jake	Billable	Senior Manager	29.3	\$650.00	\$19,045.00
Berrette,Sandrine	Billable	Senior Manager	3.8	\$650.00	\$2,470.00
Booth,Joshua Daniel	Billable	Senior Manager	0.5	\$650.00	\$325.00
Bugden,Nick R	Billable	Senior Manager	83.0	\$900.00	\$74,700.00
Coffey,Mandy V.	Billable	Senior Manager	0.6	\$650.00	\$390.00
Colantuoni,Francesca	Billable	Senior Manager	1.8	\$650.00	\$1,170.00
Dunne,Robert	Billable	Senior Manager	1.0	\$650.00	\$650.00
Ellenson,Cory	Billable	Senior Manager	8.4	\$650.00	\$5,460.00
Espley-Ault,Olivia	Billable	Senior Manager	3.0	\$650.00	\$1,950.00
Gatt,Katie	Billable	Senior Manager	4.1	\$650.00	\$2,665.00
Golkar,Ladan	Billable	Senior Manager	3.5	\$650.00	\$2,275.00
Gundu,Kaivalya	Billable	Senior Manager	29.3	\$650.00	\$19,045.00
Gursoy,Damla	Billable	Senior Manager	2.2	\$650.00	\$1,430.00
Haas,Zach	Billable	Senior Manager	8.0	\$650.00	\$5,200.00
Hamano,Taisuke	Billable	Senior Manager	3.2	\$650.00	\$2,080.00
Healy,John	Billable	Senior Manager	10.5	\$650.00	\$6,825.00
Howard,Rebecca M.	Billable	Senior Manager	5.3	\$650.00	\$3,445.00
Jain,Gaurav	Billable	Senior Manager	27.2	\$550.00	\$14,960.00
Jimenez,Joseph Robert	Billable	Senior Manager	9.3	\$650.00	\$6,045.00
Madhok,Kishan	Billable	Senior Manager	8.0	\$650.00	\$5,200.00
Mayer-Dempsey,Chris Kosch	Billable	Senior Manager	0.3	\$650.00	\$195.00
Musano,Matthew Albert	Billable	Senior Manager	25.8	\$650.00	\$16,770.00
Müsker,Philipp	Billable	Senior Manager	1.5	\$650.00	\$975.00
Nichol,T.J.	Billable	Senior Manager	4.0	\$650.00	\$2,600.00
Papachristodoulou,Elpida	Billable	Senior Manager	4.9	\$650.00	\$3,185.00
Raulli,Lindsay Elizabeth	Billable	Senior Manager	7.9	\$650.00	\$5,135.00
Rule,Martin Daniel	Billable	Senior Manager	4.8	\$650.00	\$3,120.00
Sawyer,David Curtis	Billable	Senior Manager	0.4	\$650.00	\$260.00
Schwarzwälder,Christian	Billable	Senior Manager	2.9	\$650.00	\$1,885.00
Stamper,Jace Allen	Billable	Senior Manager	3.1	\$650.00	\$2,015.00
Tong,Chia-Hui	Billable	Senior Manager	56.5	\$650.00	\$36,725.00
Weber,Nic	Billable	Senior Manager	1.2	\$650.00	\$780.00
Wong,Wendy	Billable	Senior Manager	0.2	\$650.00	\$130.00
Yang,Annie	Billable	Senior Manager	0.9	\$650.00	\$585.00
Yang,Rachel Sim	Billable	Senior Manager	3.3	\$650.00	\$2,145.00

Name	Type	Rank	Hours	Hourly Rate	Total Individual Fees
Bouza, Victor	Billable	Manager	20.9	\$525.00	\$10,972.50
Canales, Georgia	Billable	Manager	0.9	\$525.00	\$472.50
Carreras, Stephen	Billable	Manager	4.5	\$525.00	\$2,362.50
Craven, Simone	Billable	Manager	1.7	\$525.00	\$892.50
Davis, Kathleen F.	Billable	Manager	13.0	\$525.00	\$6,825.00
Davis, Matthew	Billable	Manager	2.4	\$525.00	\$1,260.00
Dickerson, Kelsey	Billable	Manager	0.6	\$525.00	\$315.00
Dulceak, Crystal	Billable	Manager	27.5	\$525.00	\$14,437.50
Flannery, Jennifer	Billable	Manager	1.6	\$525.00	\$840.00
Gil Diez de Leon, Marta	Billable	Manager	4.2	\$525.00	\$2,205.00
Goel, Utkarsh	Billable	Manager	18.9	\$400.00	\$7,560.00
Hammon, David Lane	Billable	Manager	174.7	\$525.00	\$91,717.50
Hammon, David Lane	Travel ¹	Manager	6.3	\$262.50	\$1,653.75
Jena, Deepak	Billable	Manager	27.6	\$525.00	\$14,490.00
Katsnelson, David	Billable	Manager	6.9	\$525.00	\$3,622.50
Mistler, Brian M	Billable	Manager	70.5	\$525.00	\$37,012.50
Mistler, Brian M	Travel ¹	Manager	11.0	\$262.50	\$2,887.50
ORiain, Fionn	Billable	Manager	134.8	\$725.00	\$97,730.00
Pavlou, Pantelis	Billable	Manager	10.5	\$525.00	\$5,512.50
Peiry, Corina	Billable	Manager	4.3	\$525.00	\$2,257.50
Reece, William	Billable	Manager	1.0	\$525.00	\$525.00
Richardson, Audrey Sarah	Billable	Manager	37.0	\$525.00	\$19,425.00
Santoro, David	Billable	Manager	1.7	\$525.00	\$892.50
Staromiejska, Kinga	Billable	Manager	26.9	\$525.00	\$14,122.50
Tsikkouris, Anastasios	Billable	Manager	15.3	\$525.00	\$8,032.50
Tyllirou, Christiana	Billable	Manager	21.6	\$525.00	\$11,340.00
Venkataraman, Siddharth	Billable	Manager	15.7	\$400.00	\$6,280.00
Wrenn, Kaitlin Doyle	Billable	Manager	109.6	\$525.00	\$57,540.00
Zheng, Eva	Billable	Manager	29.9	\$525.00	\$15,697.50
Ancona, Christopher	Billable	Senior	151.8	\$395.00	\$59,961.00
Babasoro, Markho Ramius	Billable	Consultant	0.6	\$445.00	\$267.00
Camargos, Lorraine Silva	Billable	Senior	7.2	\$395.00	\$2,844.00
Canale, Steven P.	Billable	Senior	1.1	\$395.00	\$434.50
Carver, Cody R.	Billable	Senior	77.3	\$395.00	\$30,533.50
Di Stefano, Giulia	Billable	Senior	27.3	\$395.00	\$10,783.50
Goyeneche, Katherine	Billable	Senior	3.2	\$395.00	\$1,264.00
Guzman Chamorro, Itzel	Billable	Senior	0.5	\$395.00	\$197.50
Hall, Emily Melissa	Billable	Senior	74.8	\$395.00	\$29,546.00
Hamilton, Mary Catherine	Billable	Senior	4.5	\$395.00	\$1,777.50
Katelas, Andreas	Billable	Senior	50.1	\$395.00	\$19,789.50
Klauber, Jaime	Billable	Senior	2.2	\$395.00	\$869.00
Lasorsa, Caitlyn	Billable	Senior	2.4	\$395.00	\$948.00

Name	Type	Rank	Hours	Hourly Rate	Total Individual Fees
Li,Chunyang	Billable	Senior	38.6	\$395.00	\$15,247.00
MacLean,Corrie	Billable	Senior	87.2	\$395.00	\$34,444.00
Magner,Andrew Michael	Billable	Senior	4.0	\$395.00	\$1,580.00
Maiello,Rob	Billable	Consultant	106.8	\$445.00	\$47,526.00
Marie,Hameed	Billable	Senior	1.0	\$395.00	\$395.00
Marlow,Joe	Billable	Senior	0.5	\$395.00	\$197.50
Mesa,Francisco	Billable	Senior	4.7	\$395.00	\$1,856.50
Molnar,Evgeniya	Billable	Senior	1.0	\$395.00	\$395.00
Nertz,Salome	Billable	Consultant	4.1	\$395.00	\$1,619.50
Perez,Ellen Joy	Billable	Senior	0.7	\$395.00	\$276.50
Rodriguez,Lenny	Billable	Senior	2.4	\$395.00	\$948.00
Rüegg,Christoph	Billable	Senior	37.1	\$395.00	\$14,654.50
Short,Victoria	Billable	Senior	3.3	\$395.00	\$1,303.50
Steigler,Ella	Billable	Senior	1.0	\$395.00	\$395.00
Sun,Yuchen	Billable	Senior	43.9	\$395.00	\$17,340.50
Themistou,Victoria	Billable	Senior	5.0	\$395.00	\$1,975.00
Wagner,Kaspar	Billable	Senior	1.0	\$395.00	\$395.00
Yildiz,Elif	Billable	Senior	1.2	\$395.00	\$474.00
Zhu,Philip	Billable	Senior	9.0	\$395.00	\$3,555.00
Akpan,Dorcas	Billable	Staff	7.4	\$225.00	\$1,665.00
Alfaro,Adriana	Billable	Staff	2.8	\$225.00	\$630.00
Banker,Hayley	Billable	Staff	4.0	\$225.00	\$900.00
Castillo,Irvin Giovanni	Billable	Staff	8.5	\$225.00	\$1,912.50
Choudary,Hira	Billable	Staff	28.2	\$225.00	\$6,338.25
Demirkol,Kenan	Billable	Staff	1.2	\$225.00	\$270.00
Geisler,Arthur	Billable	Staff	10.0	\$225.00	\$2,250.00
Hall,Olivia	Billable	Staff	13.6	\$225.00	\$3,060.00
Huang,Vanesa	Billable	Staff	64.1	\$225.00	\$14,422.50
Interiano,Gerardo Alexander	Billable	Staff	3.5	\$225.00	\$787.50
Johnson,Derrick Joseph	Billable	Staff	13.7	\$225.00	\$3,082.50
Kallinicou,Korina	Billable	Staff	2.5	\$225.00	\$562.50
Karan,Anna Suncheuri	Billable	Staff	29.6	\$225.00	\$6,660.00
Lubic,Jake	Billable	Staff	0.9	\$225.00	\$202.50
Neziroski,David	Billable	Associate	33.1	\$365.00	\$12,081.50
Odermatt,Jasmin	Billable	Staff	3.3	\$225.00	\$742.50
Owen,Karen	Billable	Staff	5.0	\$225.00	\$1,125.00
Pulliam,Michelle	Billable	Staff	9.8	\$225.00	\$2,205.00
Stillman,Will	Billable	Staff	17.7	\$225.00	\$3,982.50
Velpuri,Cury	Billable	Staff	11.1	\$225.00	\$2,497.50
Wong,Maddie	Billable	Staff	8.6	\$225.00	\$1,935.00
Zhuo,Melody	Billable	Staff	1.8	\$225.00	\$405.00
Scott,James	Billable	Client Serving Contractor JS	85.4	\$600.00	\$51,240.00

Name	Type	Rank	Hours	Hourly Rate	Total Individual Fees
Scott,James	Travel ¹	Client Serving Contractor JS	8.5	\$300.00	\$2,550.00
Bieganski,Walter	Billable	Client Serving Contractor WB	16.7	\$200.00	\$3,340.00
Totals			2,894.5		\$1,596,707.00

¹ Travel fees are billed out at 50% bill rate

Blended Hourly Rate: \$551.64

STATEMENT OF FEES BY PROJECT CATEGORY
MARCH 1, 2023 THROUGH AND INCLUDING MARCH 31, 2023

Project Category	Project Category Description	Hours	Fees
Chapter 11 Process and Case Management	This category includes coordinating with the Debtors and their professionals to effectively and efficiently plan, coordinate and manage the chapter 11 post-petition process, including preparation of motions, support in filing of objections and other case related procedures.	7.4	\$6,860.00
Fee/Employment Applications	This category relates to the preparation of EY's employment application and planning and coordinating the professionals' time protocols, preparation of monthly fee statements, preparation of interim fee applications, invoices, and responding to inquiries	44.4	\$18,007.50
Information Reporting	Reporting of income paid to certain US-based investors, vendors, and independent contractors	109.1	\$60,285.00
IRS Audit Matters	Responding to the inquiries of the IRS related to current/prior tax years.	29.2	\$16,855.00
Liquidation Activities	This category relates to the analysis of the entities being considered for liquidation across the global FTX organization, including coordination efforts between US and local jurisdictions. This also relates to the preparation of local liquidation plan options as well as statutory requirements and procedures required.	460.7	\$313,419.00
Meetings with Management	This category relates to meetings held with Management, EY, and other Debtors' professionals to coordinate work plans, analyses, data collection and deliverables.	98.1	\$62,252.50
Meetings with Other Advisors	This category relates to meetings, discussions and email correspondence with other advisors, including the Debtor's and creditor's legal counsel and financial advisors, as well as, other stakeholders.	43.0	\$26,989.50
Non US Tax	Taxation of all non-US based or related activities and taxpayers	442.8	\$210,469.25
Non-Working Travel (billed at 50% of rates)	This category includes all travel time not otherwise chargeable to the Debtors. This time is charged at a 50% rate.	73.8	\$27,531.25
Payroll Tax	Taxation of Global and US-based payroll and employment tax requirements	261.8	\$141,165.50
Project Management Office Transition	Preparation for, attendance at and participation in periodic meetings, discussions and analyses regarding coordination of EY services and international teams in order to align on information, assumptions, and issues.	219.2	\$111,751.00
Tax Advisory	The projects covered by on-call tax advisory services include assistance with tax issues by answering one-off questions, drafting memos	127.5	\$88,618.00

Project Category	Project Category Description	Hours	Fees
	describing how specific tax rules work, assisting with general transactional issues, and assisting Client in connection with International Tax Services dealings with tax authorities (other than representing Client in an examination or an appeal before the IRS or other taxing authority).		
Technology	Ingestion, transformation, and analysis of FTX data to be leveraged by the tax workstreams in order to facilitate the preparation and completion of deliverables.	127.2	\$67,476.50
Transfer Pricing	Determine arm's length pricing in related-party transactions	95.0	\$60,932.50
US Income Tax	Taxation of all US-based or related activities and taxpayers	265.0	\$171,848.00
US International Tax	Taxation of all non-US based or related activities as it impacts on US based taxpayers	87.4	\$43,930.50
US State and Local Tax	Taxation of all US-based or related activities and taxpayers as assessed by each state and local jurisdiction	377.8	\$154,821.00
Value Added Tax	Taxation of non-US based indirect based or related activities and taxpayers	25.1	\$13,495.00
Total		2,894.5	\$1,596,707.00

SUMMARY OF ACTUAL AND NECESSARY EXPENSES

Expense Category	Expense Amount
Airfare	\$6,641.60
Ground Transportation	\$3,425.54
Lodging	\$7,937.21
Meals	\$2,025.22
Miscellaneous	\$35.96
Fees for EY LLP's Outside Legal Counsel – March 2023	\$1,700.00
Value Added Tax - Cyprus	\$3,625.20
Value Added Tax - Turkey	\$718.02
Total	\$26,108.75

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

FTX TRADING LTD., *et al.*,¹

Debtors.

Chapter 11

Case No. 22-11068 (JTD)

(Jointly Administered)

**FOURTH MONTHLY FEE STATEMENT OF ERNST & YOUNG LLP AS
TAX SERVICES PROVIDER TO THE DEBTORS AND DEBTORS-IN-POSSESSION
FOR COMPENSATION FOR PROFESSIONAL SERVICES RENDERED AND
REIMBURSEMENT OF EXPENSES INCURRED FOR THE PERIOD
FROM MARCH 1, 2023 THROUGH AND MARCH 31, 2023**

Ernst & Young LLP (“EY LLP”), Tax Services Provider to FTX Trading Ltd. and its affiliated debtors and debtors-in-possession in the above-captioned cases (collectively, the “Debtors”), hereby submits this fourth monthly fee statement (this “Monthly Fee Statement”) for compensation for professional services rendered and expenses incurred for the period from March 1, 2023 through and including March 31, 2023 (the “Fee Period”). In support of the Monthly Fee Statement, EY LLP respectfully states as follows:

Background

1. On November 11 and November 14, 2022,² the Debtors filed with the United States Bankruptcy Court for the District of Delaware (the “Court”) voluntary petitions for relief under title 11 of the United States Code, 11 U.S.C. §§ 101 *et seq.* (as amended or modified,

¹ The last four digits of FTX Trading Ltd.’s and Alameda Research LLC’s tax identification number are 3288 and 4063 respectively. Due to the large number of debtor entities in these Chapter 11 Cases, a complete list of the Debtors and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors’ claims and noticing agent at <https://cases.ra.kroll.com/FTX>. The principal place of business of Debtor Emergent Fidelity Technologies Ltd is Unit 3B, Bryson’s Commercial Complex, Friars Hill Road, St. John’s, Antigua and Barbuda.

² November 11, 2022 is the petition date for all Debtors, except for Debtor West Realm Shires Inc.

the “Bankruptcy Code”). The Debtors continue to operate their businesses and manage their properties as debtors-in-possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. Joint administration of the Debtors’ cases (the “Chapter 11 Cases”) was authorized by the Court by entry of an order on November 22, 2022 [D.I. 128]. On December 15, 2022, the Office of the United States Trustee for the District of Delaware (the “U.S. Trustee”) appointed an Official Committee of Unsecured Creditors (the “Committee”) pursuant to section 1102 of the Bankruptcy Code [D.I. 231].

2. On January 17, 2023, the Court entered the Order Authorizing the Retention and Employment of EY LLP as Tax Services Provider *Nunc Pro Trunc* to November 28, 2022 [D.I. 505] authorizing the retention and employment of EY LLP as the Debtors’ Tax Services Provider, *nunc pro tunc* to November 28, 2022.

3. On January 9, 2023, the Court entered the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* [D.I. 435] (the “Interim Compensation Order”).

Relief Requested

4. By this Monthly Fee Statement and in accordance with the Interim Compensation Order, EY LLP makes this application for (i) allowance of compensation as an administrative expense of the Debtors’ estates in the amount of \$1,596,707.00 for reasonable and necessary professional services rendered, (ii) payment of compensation in the amount of 80% thereof (in the amount of \$1,277,365.60) and (iii) payment of \$26,108.75 for actual and necessary expenses incurred.

a. Compensation Requested

5. The services performed by EY LLP during the Fee Period included tax services. Attached hereto as Exhibit A is a detailed itemization, by project category, of all

services performed by EY LLP with respect to the Chapter 11 Cases during the Fee Period. This detailed itemization complies with Local Rule 2016-2 in that each time entry contains a separate time allotment, a description of the type of activity and the subject matter of the activity, all time is billed in increments of one-tenth (1/10) of an hour, time entries are presented chronologically in categories, and all meetings or hearings are individually identified.

6. The timekeepers who rendered services related to each category are identified in Exhibit A, along with the number of hours for each individual and the total compensation sought by each category. All services for which EY LLP requests compensation were performed for, or on behalf of, the Debtors.

b. Expense Reimbursement

7. EY LLP incurred out-of-pocket expenses during the Fee Period in the amount of \$26,108.75. Attached hereto as Exhibit B is a description of the expenses actually incurred by EY LLP in the performance of services rendered as Tax Services Provider to the Debtors. The expenses are broken down into categories of charges, which may include, among other things, the following charges: photocopying, printing, outgoing facsimiles, document retrieval, postage, third-party conference calls, messenger service, transcripts, computerized legal research, filing fees, working meals, secretarial overtime, and other expenses. During the compensation period, Pashman Stein Walder Hayden, P.C. (“PSWH”) served as bankruptcy counsel to EY LLP (“EY”). In that role, PSWH advised and provided counsel to EY as necessary in addressing EY’s retention in these cases, including EY’s compliance with related requirements and preparation and submission of EY’s retention documentation. PSWH also assisted EY in responding to various related inquiries raised by the Office of the United States Trustee and other parties in these cases. Finally, PSWH assisted and advised EY in its analysis

of related issues and requirements. Value Added Tax (“VAT”) is a consumption tax in which certain foreign firms are required by local tax authority regulations to charge for services performed during this engagement.

8. In accordance with section 330 of the Bankruptcy Code, EY LLP seeks reimbursement only for the actual cost of such expenses to EY LLP. EY LLP submits that all such expenses incurred were customary, necessary and related to the Chapter 11 Cases and, by this Monthly Fee Statement, requests reimbursement of the same.

Valuation of Services

9. Professionals of EY LLP have expended a total of 2,894.5 hours in connection with this matter during the Fee Period.

10. The amount of time spent by each of the professionals providing services to the Debtors for the Fee Period is set forth in Exhibit A. The rates are EY LLP’s normal hourly rates of compensation for work of this character. The reasonable value of the services rendered by EY LLP for the Fee Period as Tax Services Provider for the Debtors in the Chapter 11 Cases is \$1,596,707.00.

11. EY LLP believes that the time entries included in Exhibit A attached hereto and the expense breakdown set forth in Exhibit B attached hereto are in compliance with the requirements of Local Rule 2016-2.

12. In accordance with the factors enumerated in section 330 of the Bankruptcy Code, the amount requested is fair and reasonable given the complexities of these Chapter 11 Cases, the time expended, the nature and extent of the services rendered, the value of such services, and the costs of comparable services other than in a case under this title.

Certificate of Compliance and Waiver

13. The undersigned representative of EY LLP certifies that he has reviewed the requirements of Local Rules 2016-2 and that the Monthly Fee Statement substantially complies with such rule. To the extent that the Monthly Fee Statement does not comply in all respects with the requirements of Local Rule 2016-2, EY LLP believes that such deviations are not material and respectfully requests that any such requirements be waived.

Notice and No Prior Request

14. Notice of this Monthly Fee Statement has been given to the following parties or, in lieu of, to their counsel, if known: (a) the U.S. Trustee; (b) the Official Committee of Unsecured Creditors and (d) all parties required to be given notice in the Interim Compensation Order. EY LLP submits that no other or further notice is necessary.

15. No prior request for the relief sought in this Monthly Fee Statement has been made to this or any other Court.

WHEREFORE, EY LLP respectfully requests that the Bankruptcy Court (i) approve the Monthly Fee Statement and (ii) grant such further relief as is just and proper.

/s/ Thomas M. Shea
Thomas M. Shea
Partner/Principal
Ernst & Young LLP